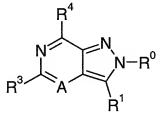
Listing of Claims

What is claimed is:

1. (previously amended) A compound of Formula (I)



(I)

wherein

A is N;

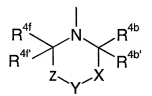
R^0 is an optionally substituted aryl or an optionally substituted heteroaryl;

R^1 is an optionally substituted aryl or an optionally substituted heteroaryl;

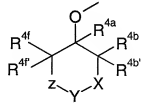
R^3 is hydrogen, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, or (C_1-C_4)alkoxy;

R^4 is

(i) a group having Formula (IA) or Formula (IB)



IA



IB

where R^{4a} is hydrogen or (C_1-C_3)alkyl;

R^{4b} and $R^{4b'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4c} or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or $-C(R^{4d})(R^{4d'})-$, where R^{4d} and $R^{4d'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur, or

Y is $-NR^{4d''}-$, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

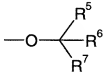
Z is a bond, $-CH_2CH_2-$, or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4e} or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge; and

R^{4f} and $R^{4f'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or either R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

(ii) a group having Formula (IC)



IC

where R^5 and R^6 are each independently hydrogen, aryl, or (C_1-C_4)alkyl, and R^7 is an optionally substituted (C_1-C_4)alkyl-, or an optionally substituted 4-6 membered partially or fully saturated heterocylic ring containing 1 to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen,

or R^5 and R^6 or R^5 and R^7 taken together form a 5-6 membered lactone, 4-6 membered lactam, or a 4-6 membered partially or fully saturated heterocycle containing 1 to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen, where said

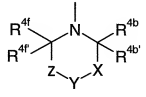
lactone, said lactam and said heterocycle are optionally substituted with one or more substituents;

(iii) an amino group having attached thereto at least one chemical moiety selected from the group consisting of (C_1-C_8)alkyl, aryl, aryl(C_1-C_4)alkyl, a 3-8 membered partially or fully saturated carbocyclic ring, hydroxy(C_1-C_6)alkyl, (C_1-C_3)alkoxy(C_1-C_6)alkyl, heteroaryl(C_1-C_3)alkyl, and a fully or partially saturated heterocycle, where said chemical moiety is optionally substituted with one or more substituents; or

(iv) an (C_1-C_8)alkyl group having attached thereto at least one chemical moiety selected from the group consisting of hydroxy, (C_1-C_6)alkoxy, amino, (C_1-C_6)alkylamino, di$((C_1-C_6)$alkyl$)$amino (C_1-C_3)alkylsulfonyl, (C_1-C_3)alkylsulfamyl, di$((C_1-C_3)$alkyl$)$sulfamyl, acyloxy, a fully or partially saturated heterocycle, and a fully or partially saturated carbocyclic ring, where said chemical moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof, a prodrug of said compound or said salt.

2. (previously amended) The compound of Claim 1 wherein R^4 is a group having Formula (IA)



IA

where,

R^{4b} and $R^{4b'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl$)_2$N-

C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4c} taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4c'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or -C(R^{4d})($R^{4d'}$)-, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents, and

$R^{4d'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur, or

Y is –N$R^{4d''}$-, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-

C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2-$, or $-C(R^{4e})(R^{4e'})-$, where R^{4e} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4e} taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4e'}$ is hydrogen, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge; and

R^{4f} and $R^{4f'}$ are each independently hydrogen, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof.

3. (previously amended) The compound of Claim of 2 wherein

R^0 and R^1 are each independently a substituted phenyl;

R^{4b} is hydrogen, an optionally substituted $(C_1\text{-}C_3)$alkyl, or taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

$R^{4b'}$ is hydrogen, an optionally substituted $(C_1\text{-}C_3)$alkyl, or taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

R^{4f} is hydrogen, an optionally substituted $(C_1\text{-}C_3)$alkyl, or taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge; and

$R^{4f'}$ is hydrogen, an optionally substituted $(C_1\text{-}C_3)$alkyl, or taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof.

4. (previously amended) The compound of Claim 3 wherein

X is $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, or $((C_1\text{-}C_4)\text{alkyl})_2\text{N-C(O)-}$, where said moiety is optionally substituted with one or more substituents,

or either R^{4c} or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge or an ethylene bridge;

Y is $-NR^{4d'}-$, where $R^{4d'}$ is a hydrogen or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, $(C_3\text{-}C_6)$cycloalkyl, $(C_1\text{-}C_3)$alkylsulfonyl, $(C_1\text{-}C_3)$alkylaminosulfonyl, di$(C_1\text{-}C_3)$alkylaminosulfonyl, acyl, $(C_1\text{-}C_6)$alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, or $((C_1\text{-}C_4)\text{alkyl})_2\text{N-C(O)-}$, where said moiety is optionally substituted with one or more substituents,

or either R^{4e} or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof.

5. (previously amended) The compound of Claim 4 wherein $R^{4d'}$ is a hydrogen or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_3)$alkylsulfonyl,

(C_1-C_3)alkylaminosulfonyl, di(C_1-C_3)alkylaminosulfonyl, acyl, (C_1-C_6)alkyl-O-C(O)-, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof.

6. (previously amended) The compound of Claim 5 wherein $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_3)alkylsulfonyl, (C_1-C_3)alkylaminosulfonyl, di(C_1-C_3)alkylaminosulfonyl, acyl, and (C_1-C_6)alkyl-O-C(O)-, where said moiety is optionally substituted with 1-3 fluorines,

or $R^{4d''}$ is a heteroaryl, where said heteroaryl is optionally substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, (C_1-C_3)alkoxy, (C_1-C_3)alkyl, and fluoro-substituted (C_1-C_3)alkyl;

a pharmaceutically acceptable salt thereof.

7. (previously amended) The compound of Claim 4, 5 or 6 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof.

8. (previously amended) The compound of Claim 7 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

a pharmaceutically acceptable salt thereof.

9. (previously amended) The compound of Claim 8 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof.

10. (previously amended) The compound of Claim 9 selected from the group consisting of

3-(4-chlorophenyl)-2-(2,4-dichlorophenyl)-7-(4-methylpiperazin-1-yl)-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(5-cyclopentyl-2,5-diaza-bicyclo[2.2.1]hept-2-yl)-2H-pyrazolo[4,3-d]pyrimidine;

5-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-2,5-diazabicyclo[2.2.1]heptane-2-carboxylic acid tert-butyl ester;

5-[3-(4-chlorophenyl)-2-(2,4-dichlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-2,5-diazabicyclo[2.2.1]heptane-2-carboxylic acid tert-butyl ester;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(5-methanesulfonyl-2,5-diazabicyclo[2.2.1]hept-2-yl)-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-[5-(propane-2-sulfonyl)-2,5-diazabicyclo[2.2.1]hept-2-yl]-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-[5-(2,2,2-trifluoroethanesulfonyl)-2,5-diazabicyclo[2.2.1]hept-2-yl]-2H-pyrazolo[4,3-d]pyrimidine;

5-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-2,5-diazabicyclo[2.2.1]heptane-2-sulfonic acid dimethylamide;

4-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-piperazine-1-sulfonic acid dimethylamide;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(4-ethanesulfonylpiperazin-1-yl)-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(4-(2,2,2-trifluoroethane)sulfonylpiperazin-1-yl)-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(4-methanesulfonylpiperazin-1-yl)-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(4-(propane-2-sulfonyl)piperazin-1-yl)-2H-pyrazolo[4,3-d]pyrimidine;

a pharmaceutically acceptable salt thereof.

11. (previously amended) The compound of Claim 3 wherein Y is $-C(R^{4d})(R^{4d'})-$, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)alkyl)_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

$R^{4d'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $(C_1-C_4)alkyl)_2N$-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur;

a pharmaceutically acceptable salt thereof.

12. (previously amended) The compound of Claim 11 wherein

R^{4d} is amino, (C_1-C_6)alkylamino, di(C_1-C_4)alkylamino, azetidinyl, piperidinyl, pyrrolidinyl, morpholinyl, (C_3-C_6)cycloalkylamino, acylamino, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, piperidinyl, pyrrolidinyl, or morpholinyl; and

$R^{4d'}$ is (C_1-C_6)alkyl, $H_2NC(O)$-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N$-C(O)-, or aryl;

a pharmaceutically acceptable salt thereof.

13. (previously amended) The compound of Claim 12 wherein R^{4d} is amino, (C_1-C_6)alkylamino, di(C_1-C_4)alkylamino, or (C_3-C_6)cycloalkylamino; and

$R^{4d'}$ is $H_2NC(O)$-, (C_1-C_4)alkyl-NH-C(O)-, or $((C_1-C_4)alkyl)_2N$-C(O)-;

a pharmaceutically acceptable salt thereof.

14. (previously amended) The compound of Claim 11, 12, or 13 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof.

15. (previoulsy amended) The compound of Claim 14 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from

the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

a pharmaceutically acceptable salt thereof.

16. (previously amended) The compound of Claim 15 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof.

17. (previously amended) The compound of Claim 16 selected from the group consisting of

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-ethylaminoazetidine-3-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-methylaminoazetidine-3-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-(2-propylamino)azetidine-3-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-isopropylaminopiperidine-4-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-ethylaminopiperidine-4-carboxylic acid amide;

1'-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-[1,4']bipiperidinyl-4'-carboxylic acid amide;

8-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-pyrrolidin-1-yl-8-aza-bicyclo[3.2.1]octane-3-carboxylic acid amide;

1'-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-[1,3']bipyrrolidinyl-3'-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-morpholin-4-yl-pyrrolidine-3-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-isopropylaminopyrrolidine-3-carboxylic acid amide;

a pharmaceutically acceptable salt thereof.

18. (previously amended) The compound of Claim 17 selected from the group consisting of

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-isopropylaminopiperidine-4-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-ethylaminopiperidine-4-carboxylic acid amide;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-isopropylaminopyrrolidine-3-carboxylic acid amide; and

1'-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-[1,4']bipiperidinyl-4'-carboxylic acid amide;

a pharmaceutically acceptable salt thereof.

19. (previously amended) The compound of Claim 11 wherein

R^{4d} is hydrogen, hydroxy, amino, cyano or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_6)alkylamino-, and di(C_1-C_4)alkylamino-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, where said moiety is optionally substituted with one or more substituents; and

$R^{4d'}$ is hydrogen, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, aryl and heteroaryl, where said moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof.

20. (previously amended) The compound of Claim 19 wherein

X is a bond or -C(R^{4c})($R^{4c'}$)-, where R^{4c} and $R^{4c'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond, a methylene bridge or an ethylene bridge; and

Z is a bond or -C(R^{4e})($R^{4e'}$)-, where R^{4e} and $R^{4e'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof

21. (previously amended) The compound of Claim 20 wherein

R^{4c} and $R^{4c'}$ are each hydrogen or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond;

R^{4d} is hydrogen, hydroxy, amino, cyano, or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkoxy, acyl, $(C_1\text{-}C_6)$alkylamino-, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, $(C_1\text{-}C_4)$alkyl)$_2$N-C(O)-, and di$(C_1\text{-}C_4)$alkylamino-;

$R^{4d'}$ is hydrogen, or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl and aryl, where said moiety is optionally substituted with one or more substituents; and

R^{4e} and $R^{4e'}$ are hydrogen or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond;

a pharmaceutically acceptable salt thereof.

22. (previously amended) The compound of Claim 19, 20, or 21 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, $(C_1\text{-}C_4)$alkoxy, $(C_1\text{-}C_4)$alkyl, halo-substituted $(C_1\text{-}C_4)$alkyl, and cyano;

a pharmaceutically acceptable salt thereof.

23. (previously amended) The compound of Claim 22 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, $(C_1\text{-}C_4)$alkoxy, $(C_1\text{-}C_4)$alkyl, fluoro-substituted $(C_1\text{-}C_4)$alkyl), and cyano;

a pharmaceutically acceptable salt thereof.

24. (previously amended) The compound of Claim 23 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof.

25. (previously amended) The compound of Claim 24 selected from the group consisting of

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-phenylpiperidin-4-ol;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-ethylpiperidin-4-ol;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-isopropylpiperidin-4-ol;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-*sec*-butylpiperidin-4-ol;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-methylpiperidin-4-ol;

8-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-ethyl-8-azabicyclo[3.2.1]octan-3-ol;

8-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-*sec*-butyl-8-azabicyclo[3.2.1]octan-3-ol;

8-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-isopropyl-8-azabicyclo[3.2.1]octan-3-ol;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-isobutyl-pyrrolidin-3-ol;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-3-isopropyl-pyrrolidin-3-ol;

{8-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-8-aza-bicyclo[3.2.1]oct-3-yl}-ethyl-amine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(3-pyrrolidin-1-yl-8-aza-bicyclo[3.2.1]oct-8-yl)-2H-pyrazolo[4,3-d]pyrimidine;

7-(3-bromo-8-azabicyclo[3.2.1]oct-8-yl)-3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidine;

7-(3-bromo-8-azabicyclo[3.2.1]oct-8-yl)-3-(4-chlorophenyl)-2-(2,4-dichlorophenyl)-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(4-methylpiperidin-1-yl)-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(3-hydroxypiperidin-1-yl)-2H-pyrazolo[4,3-d]pyrimidine;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-(3-methoxyphenyl)-piperidine-4-carbonitrile;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-phenylpiperidine-4-carbonitrile;

1-{1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-phenylpiperidin-4-yl}-propan-1-one;

1'-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-2',3',5',6'-tetrahydro-1'H-[3,4']bipyridinyl-4'-carbonitrile;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-2,3,5,6-tetrahydro-1H-[4,4']bipyridinyl-4-carbonitrile;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-2,3,5,6-tetrahydro-1H-[2,4']bipyridinyl-4-carbonitrile;

{1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-4-phenylpiperidin-4-yl}-morpholin-4-yl-methanone;

benzyl-{8-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-8-aza-bicyclo[3.2.1]oct-3-yl}-amine;

{1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-pyrrolidin-3-yl}-methylcarbamic acid tert-butyl ester;

{1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-pyrrolidin-3-yl}-carbamic acid tert-butyl ester;

N-{1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-pyrrolidin-3-yl}-N-methylacetamide; and

{1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-pyrrolidin-3-yl}-dimethylamine;

a pharmaceutically acceptable salt thereof.

26. (previously amended)The compound of Claim 11 wherein

R^{4b}, $R^{4b'}$, R^{4f}, and $R^{4f'}$ are all hydrogen; and

R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring or said lactam ring optionally contains an additional heteroatom selected from oxygen, nitrogen or sulfur;

a pharmaceutically acceptable salt thereof.

27. (previously amended) The compound of Claim 26 wherein

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond, a methylene bridge or an ethylene bridge; and

Z is a bond, $-CH_2CH_2-$ or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof.

28. (previously amended) The compound of Claim 27 wherein R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, or a 5-6 membered lactam ring, where said lactam ring is optionally substituted with one or more substituents and optionally contains an additional heteroatom selected from nitrogen or oxygen;

a pharmaceutically acceptable salt thereof.

29. (previously amended) The compound of Claim 28 wherein

X is a bond or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each hydrogen; and

Z is a bond or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each hydrogen;

a pharmaceutically acceptable salt thereof.

30. (previously amended) The compound of Claim 26, 27, 28 or 29 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof.

31. (previously amended) The compound of Claim 30 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

a pharmaceutically acceptable salt thereof.

32. (previously amended) The compound of Claim 31 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof.

33. (previously amended) The compound of Claim 32 selected from the group consisting of

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-5-methyl-2,5,7-triaza-spiro[3.4]octan-8-one;

8-[3-(4-chloro-phenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-1-isopropyl-1,3,8-triaza-spiro[4.5]decan-4-one;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(1,4-dioxa-8-aza-spiro[4.5]dec-8-yl)-2H-pyrazolo[4,3-d]pyrimidine;

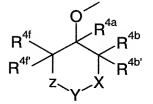
3-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-1-spiro[(5-methoxy)tetrahydronaphthalene-1,4'-piperidine];

3-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-1-spiro[(6-methoxy)tetrahydronaphthalene-1,4'-piperidine]; and

3-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-1-spiro[indane-1,4'-piperidine];

a pharmaceutically acceptable salt thereof.

34. (previously amended) The compound of Claim 1 wherein R^4 is a group of Formula (IB)



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where R^{4a} is as defined in Claim 1;

R^{4b} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_6)$alkoxy, acyloxy, acyl, $(C_1\text{-}C_3)$alkyl-O-C(O)-, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, $(C_1\text{-}C_4)$alkyl)$_2$N-C(O)-, $(C_1\text{-}C_6)$alkylamino-, $((C_1\text{-}C_4)$alkyl)$_2$amino-, $(C_3\text{-}C_6)$cycloalkylamino-, acylamino-, aryl$(C_1\text{-}C_4)$alkylamino-, heteroaryl$(C_1\text{-}C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

$R^{4b'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, acyl, $(C_1\text{-}C_3)$alkyl-O-C(O)-, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, $(C_1\text{-}C_4)$alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, $-CH_2CH_2$- or $-C(R^{4c})(R^{4c'})$-, where R^{4c} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_6)$alkoxy, acyloxy, acyl, $(C_1\text{-}C_3)$alkyl-O-C(O)-, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, $(C_1\text{-}C_4)$alkyl)$_2$N-C(O)-, $(C_1\text{-}C_6)$alkylamino-, $((C_1\text{-}C_4)$alkyl)$_2$amino-, $(C_3\text{-}C_6)$cycloalkylamino-, acylamino-, aryl$(C_1\text{-}C_4)$alkylamino-, heteroaryl$(C_1\text{-}C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4c} taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4c'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or -C(R^{4d})($R^{4d'}$)-, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)$alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents, and

$R^{4d'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur;

Y is $-NR^{4d''}$-, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2-$, or -C(R^{4e})($R^{4e'}$)-, where R^{4e} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)$alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-,

aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocyclic ring, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4e} taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4e'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

R^{4f} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents; and

$R^{4f'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof.

35. (previously amended) The compound of Claim 34 wherein

R^0 and R^1 are each independently a substituted phenyl;

R^{4a}, R^{4b}, $R^{4b'}$, R^{4f} and $R^{4f'}$ are each hydrogen;

a pharmaceutically acceptable salt thereof.

36. (previously amended) The compound of Claim 35 wherein

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen or (C_1-C_6)alkyl;

Y is $-NR^{4d''}-$, where $R^{4d''}$ is hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen or (C_1-C_6)alkyl;

a pharmaceutically acceptable salt thereof.

37. (previously amended) The compound of Claim 35 or 36 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof.

38. (previously amended) The compound of Claim 37 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

a pharmaceutically acceptable salt thereof.

39. (previously amended) The compound of Claim 38 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof.

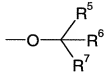
40. (previously amended) The compound of Claim 39 selected from the group consisting of

7-(1-benzhydrylazetidin-3-yloxy)-3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidine; and

7-(1-benzylpyrrolidin-3-yloxy)-3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidine;

a pharmaceutically acceptable salt thereof.

41. (previously amended) The compound of Claim 1 wherein R^4 is a group of Formula (IC)



IC

where R^5 and R^6 are each independently hydrogen, aryl, or $(C_1\text{-}C_4)$alkyl, and R^7 is an optionally substituted $(C_1\text{-}C_4)$alkyl-, or an optionally substituted 4-6 membered partially or fully saturated heterocylic ring containing 1 to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen,

or R^5 and R^6 or R^5 and R^7 taken together form a 5-6 membered lactone, 4-6 membered lactam, or a 4-6 membered partially or fully saturated heterocycle containing 1 to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen, where said lactone, said lactam and said heterocycle are optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof.

42. (previously amended) The compound of Claim 41 wherein

R^0 and R^1 are each independently a substituted phenyl;

a pharmaceutically acceptable salt thereof.

43. (previously amended) The compound of Claim 41 or 42 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, $(C_1\text{-}C_4)$alkoxy, $(C_1\text{-}C_4)$alkyl, halo-substituted $(C_1\text{-}C_4)$alkyl, and cyano;

a pharmaceutically acceptable salt thereof.

44. (previously amended) The compound of Claim 43 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from the group consisting of bromo, chloro, fluoro, $(C_1\text{-}C_4)$alkoxy, $(C_1\text{-}C_4)$alkyl, fluoro-substituted $(C_1\text{-}C_4)$alkyl), and cyano;

a pharmaceutically acceptable salt thereof.

45. (previously amended) The compound of Claim 44 selected from the group consisting of

2-(2-chlorophenyl)-7-isopropoxy-3-(4-trifluoromethylphenyl)-2H-pyrazolo[4,3-d]pyrimidine;

2-(2-chloro-4-methylphenyl)-5-methyl-7-(2,2,2-trifluoroethoxy)-3-(4-trifluoromethylphenyl)-2H-pyrazolo[4,3-d]pyrimidine;

2-(2-chlorophenyl)-3-(4-methoxyphenyl)-5-methyl-7-(2,2,2-trifluoroethoxy)-2H-pyrazolo[4,3-d]pyrimidine;

2-(2-bromophenyl)-3-(4-chlorophenyl)-7-(2,2-difluoropropoxy)-5-methyl-2H-pyrazolo[4,3-d]pyrimidine;

2-(2-bromophenyl)-3-(4-methoxyphenyl)-5-methyl-7-(2,2,2-trifluoroethoxy)-2H-pyrazolo[4,3-d]pyrimidine;

2-[3-(4-chlorophenyl)-7-(2,2-difluoropropoxy)-5-methylpyrazolo[4,3-d]pyrimidin-2-yl]-benzonitrile;

2-(2-bromophenyl)-7-(2,2-difluoropropoxy)-3-(4-methoxyphenyl)-5-methyl-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-bromophenyl)-2-(2-chlorophenyl)-7-(2,2-difluoropropoxy)-5-methyl-2H-pyrazolo[4,3-d]pyrimidine; and

2-(2-chlorophenyl)-7-(2,2-difluoropropoxy)-3-(4-methoxyphenyl)-5-methyl-2H-pyrazolo[4,3-d]pyrimidine;

a pharmaceutically acceptable salt thereof.

46. (previously amended) The compound of Claim 44 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof.

47. (previously amended) The compound of Claim 46 selected from the group consisting of

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-isopropoxy-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(2,2,2-trifluoroethoxy)-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-methoxy-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-ethoxy-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-propoxy-2H-pyrazolo[4,3-d]pyrimidine;

7-butoxy-3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-ethyl-7-(2,2,2-trifluoroethoxy)-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-5-isopropyl-7-(2,2,2-trifluoroethoxy)-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-ethoxy-5-trifluoromethyl-2H-pyrazolo[4,3-d]pyrimidine;

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(2,2,2-trifluoroethoxy)-5-trifluoromethyl-2H-pyrazolo[4,3-d]pyrimidine; and

3-(4-chlorophenyl)-2-(2-chlorophenyl)-7-(2,2-difluorobutoxy)-5-methyl-2H-pyrazolo[4,3-d]pyrimidine;

a pharmaceutically acceptable salt thereof.

48. (previously amended) The compound of Claim 1 wherein R^4 is an amino group having attached thereto at least one chemical moiety selected from the group consisting of (C_1-C_8)alkyl, aryl, aryl(C_1-C_4)alkyl, a 3-8 membered partially or fully saturated carbocyclic ring, hydroxy(C_1-C_6)alkyl, (C_1-C_3)alkoxy(C_1-C_6)alkyl, heteroaryl(C_1-C_3)alkyl, and a fully or partially saturated heterocycle, where said chemical moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof.

49. (previously amended) The compound of Claim 48 wherein

R^0 and R^1 are each independently a substituted phenyl;

a pharmaceutically acceptable salt thereof.

50. (previously amended) The compound of Claim 48 or 49 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 3 substituents independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof.

51. (previously amended) The compound of Claim 50 wherein R^0 and R^1 are each independently a phenyl substituted with 1 to 2 substituents independently selected from

the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof.

52. (previously amended) The compound of Claim 51 wherein R^0 is 2-chlorophenyl, 2-fluorophenyl, 2,4-dichlorophenyl, 2-fluoro-4-chlorophenyl, 2-chloro-4-fluorophenyl, or 2,4-difluorophenyl; and R^1 is 4-chlorophenyl or 4-fluorophenyl;

a pharmaceutically acceptable salt thereof.

53. (previously amended) The compound of Claim 52 selected from the group consisting of

N-4-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-N,N-diethylpentane-1,4-diamine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(1-methyl-2-morpholin-4-yl-ethyl)-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-pyridin-2-yl-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(5-methylpyridin-2-yl)-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(5-methoxypyridin-2-yl)-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(3,4,5,6-tetrahydro-2H-[1,2']bipyridinyl-5'-yl)-amine;

(6-azetidin-1-yl-pyridin-3-yl)-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-pyridin-2-ylmethylamine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(5-methyl-pyridin-2-ylmethyl)-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-pyridin-3-ylmethylamine;

[3-(4-chlorophenyl)-2-(2,4-dichlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-diethylamine;

bicyclo[2.2.1]hept-2-yl-[3-(4-chlorophenyl)-2-(2,4-dichlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-cyclohexylamine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-diethylamine;

bicyclo[2.2.1]hept-2-yl-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(4-methyl-cyclohexyl)amine;

adamantan-2-yl-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(1,7,7-trimethylbicyclo[2.2.1]hept-2-yl)-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(3-methylcyclohexyl)amine;

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]cyclopentanecarboxylic acid ethyl ester;

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]cyclopentanol;

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]cyclohexanol;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(2,6-dimethylcyclohexyl)amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]cycloheptylamine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]cyclobutylamine;

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]-2-methylpropane-1,3-diol;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(1-methyl-1-phenylethyl)amine;

{1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]cyclopentyl}methanol;

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]-2-methylpropan-1-ol;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(1,1-dimethylpropyl)amine;

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]-3-phenylpropan-1-ol;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-indan-2-ylamine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(1,2,3,4-tetrahydronaphthalen-1-yl)amine;

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]-1-pyrrolidin-1-ylpropan-1-one;

4-{2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]propyl}phenol;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(1-cyclohexylethyl)amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(1-p-tolylethyl)amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(2-phenylcyclopropyl)amine;

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]indan-1-ol;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(2-morpholin-4-yl-ethyl)amine;

(1H-Benzoimidazol-2-ylmethyl)-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-amine;

1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]propan-2-ol;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(2,2,2-trifluoroethyl)amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-cyclopropylmethylamine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(1-cyclohexylethyl)amine;

a pharmaceutically acceptable salt thereof.

54. (previously amended) The compound of Claim 53 selected from the group consisting of [3-(4-chlorophenyl)-2-(2,4-dichlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-diethylamine;

bicyclo[2.2.1]hept-2-yl-[3-(4-chlorophenyl)-2-(2,4-dichlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-diethylamine;

bicyclo[2.2.1]hept-2-yl-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-amine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-cyclohexylamine;

adamantan-2-yl-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-amine;

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]cyclohexanol;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]cyclobutylamine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(1-methyl-1-phenylethyl)amine;

{1-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]cyclopentyl}methanol;

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]-3-phenylpropan-1-ol;

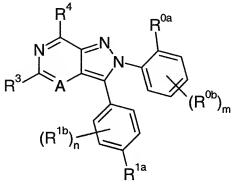
[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-indan-2-ylamine;

[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-yl]-(1-cyclohexylethyl)amine; and

2-[3-(4-chlorophenyl)-2-(2-chlorophenyl)-2H-pyrazolo[4,3-d]pyrimidin-7-ylamino]indan-1-ol;

a pharmaceutically acceptable salt thereof.

55. (previously amended) A compound of Formula (II)



(II)

wherein

A is N;

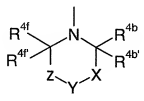
R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently halo, $(C_1\text{-}C_4)$alkoxy, $(C_1\text{-}C_4)$alkyl, halo-substituted $(C_1\text{-}C_4)$alkyl, or cyano;

n and m are each independently 0, 1 or 2;

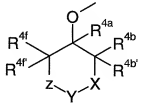
R^3 is hydrogen, $(C_1\text{-}C_4)$alkyl, halo-substituted $(C_1\text{-}C_4)$alkyl, or $(C_1\text{-}C_4)$alkoxy;

R^4 is

(i) a group having Formula (IA) or Formula (IB)



IA



IB

where R^{4a} is hydrogen or $(C_1\text{-}C_3)$alkyl;

R^{4b} and $R^{4b'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of $(C_1\text{-}C_6)$alkyl, $(C_1\text{-}C_6)$alkoxy, acyloxy, acyl, $(C_1\text{-}C_3)$alkyl-O-C(O)-, $(C_1\text{-}C_4)$alkyl-NH-C(O)-, $(C_1\text{-}C_4)$alkyl)$_2$N-C(O)-, $(C_1\text{-}C_6)$alkylamino-, $((C_1\text{-}C_4)\text{alkyl})_2$amino-, $(C_3\text{-}C_6)$cycloalkylamino-, acylamino-, aryl$(C_1\text{-}C_4)$alkylamino-, heteroaryl$(C_1\text{-}C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated

heterocycle, and a partially or fully saturated carbocyclic ring, where the moiety is optionally substituted with one or more substituents,

or either R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where the moiety is optionally substituted with one or more substituents,

or either R^{4c} or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or $-C(R^{4d})(R^{4d'})-$, where R^{4d} and $R^{4d'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, di(C_1-C_4)alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where the moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur, or

Y is $-NR^{4d''}-$, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-,

aryl, and heteroaryl, where the moiety is optionally substituted with one or more substituents;

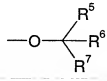
Z is a bond, $-CH_2CH_2-$, or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, $di(C_1-C_4)$alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, $aryl(C_1-C_4)$alkylamino-, $heteroaryl(C_1-C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocyclic ring, and a 3-6 membered partially or fully saturated carbocyclic ring, where the moiety is optionally substituted with one or more substituents,

or either R^{4e} or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge; and

R^{4f} and $R^{4f'}$ are each independently hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, $((C_1-C_4)alkyl)_2N-C(O)-$, (C_1-C_6)alkylamino-, $di(C_1-C_4)$alkylamino-, (C_3-C_6)cycloalkylamino-, acylamino-, $aryl(C_1-C_4)$alkylamino-, $heteroaryl(C_1-C_4)$alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where the moiety is optionally substituted with one or more substituents,

or either R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

(ii) a group having Formula (IC)



IC

where R^5 and R^6 are each independently hydrogen, aryl, or (C_1-C_4)alkyl, and R^7 is an optionally substituted (C_1-C_4)alkyl-, or an optionally substituted 4-6 membered partially or fully saturated heterocylic ring containing 1 to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen,

or R^5 and R^6 or R^5 and R^7 taken together form a 5-6 membered lactone, 4-6 membered lactam, or a 4-6 membered partially or fully saturated heterocycle containing 1

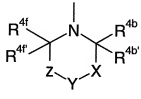
to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen, where said lactone, said lactam and said heterocycle are optionally substituted with one or more substituents;

(iii) an amino group having attached thereto at least one chemical moiety selected from the group consisting of (C_1-C_6)alkyl, aryl, aryl(C_1-C_4)alkyl, a 3-8 membered partially or fully saturated carbocyclic ring, hydroxy(C_1-C_6)alkyl, (C_1-C_3)alkoxy(C_1-C_6)alkyl, heteroaryl(C_1-C_3)alkyl, and a fully or partially saturated heterocycle, where said chemical moiety is optionally substituted with one or more substituents; or

(iv) an (C_1-C_6)alkyl group having attached thereto at least one chemical moiety selected from the group consisting of hydroxy, (C_1-C_6)alkoxy, amino, (C_1-C_6)alkylamino, di((C_1-C_6)alkyl)amino (C_1-C_3)alkylsulfonyl, (C_1-C_3)alkylsulfamyl, di((C_1-C_3)alkyl)sulfamyl, acyloxy, a fully or partially saturated heterocycle, and a fully or partially saturated carbocyclic ring, where said chemical moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof, a prodrug of said compound or said salt.

56. (previously amended) The compound of Claim 55 wherein R^4 is a group of Formula (IA);



IA

where,

R^{4b} and $R^{4b'}$ are each independently hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a partially or fully saturated heterocycle, and a 3-6 membered partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl,

(C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4c} taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4c'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or -C(R^{4d})($R^{4d'}$)-, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents, and

$R^{4d'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur, or

Y is $-NR^{4d''}-$, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2-$, or $-C(R^{4e})(R^{4e'})-$, where R^{4e} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl$)_2$N-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)$alkyl$)_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4e} taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4e'}$ is hydrogen, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge; and

R^{4f} and $R^{4f'}$ are each independently hydrogen, $H_2NC(O)-$, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl$)_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof.

57. (previously amended) The compound of Claim of 56 wherein

R^{4b} is hydrogen, an optionally substituted (C_1-C_3)alkyl, or taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

$R^{4b'}$ is hydrogen, an optionally substituted (C_1-C_3)alkyl, or taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

R^{4f} is hydrogen, an optionally substituted (C_1-C_3)alkyl, or taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge; and

$R^{4f'}$ is hydrogen, an optionally substituted (C_1-C_3)alkyl, or taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof.

58. (previously amended) The compound of Claim 57 wherein

X is $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen, $H_2NC(O)-$, or a chemical moiety selected from (C_1-C_6)alkyl, (C_1-C_4)alkyl-NH-C(O)-, or $((C_1-C_4)alkyl)_2N-C(O)-$, where said moiety is optionally substituted with one or more substituents,

or either R^{4c} or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge or an ethylene bridge;

Y is $-NR^{4d''}-$, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl, (C_1-C_3)alkylaminosulfonyl, di(C_1-C_3)alkylaminosulfonyl, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen, $H_2NC(O)-$, or a chemical moiety selected from (C_1-C_6)alkyl, (C_1-C_4)alkyl-NH-C(O)-, or $((C_1-C_4)alkyl)_2N-C(O)-$, where said moiety is optionally substituted with one or more substituents,

or either R^{4e} or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof.

59. (previously amended) The compound of Claim 58 wherein $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_3)alkylsulfonyl, $(C_1-$

C_3)alkylaminosulfonyl, di(C_1-C_3)alkylaminosulfonyl, acyl, (C_1-C_6)alkyl-O-C(O)-, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof.

60. (previously amended) The compound of Claim 59 wherein $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_3)alkylsulfonyl, (C_1-C_3)alkylaminosulfonyl, di(C_1-C_3)alkylaminosulfonyl, acyl, and (C_1-C_6)alkyl-O-C(O)-, where said moiety is optionally substituted with 1-3 fluorines,

or $R^{d''}$ is a heteroaryl, where said heteroaryl is optionally substituted with 1 to 2 substituents independently selected from the group consisting of chloro, fluoro, (C_1-C_3)alkoxy, (C_1-C_3)alkyl, and fluoro-substituted (C_1-C_3)alkyl;

a pharmaceutically acceptable salt thereof.

61. (previously amended) The compound of Claim 58, 59, or 60 wherein R^{0a}, R^{0a}, R^{1a} and R^{1b} are each independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof.

62. (previously amended) The compound of Claim 61 wherein R^{0a}, R^{0a}, R^{1a} and R^{1b} are each independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano; and
n and m are each independently 0 or 1;

a pharmaceutically acceptable salt thereof, a prodrug of said compound or said salt.

63. (previously amended) The compound of Claim 57 wherein Y is -C(R^{4d})($R^{4d'}$)-, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

$R^{4d'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur;

a pharmaceutically acceptable salt thereof.

64. (previously amended) The compound of Claim 63 wherein

R^{4b}, $R^{4b'}$, R^{4f}, and $R^{4f'}$ are all hydrogen;

R^{4d} is amino, (C_1-C_6)alkylamino, di(C_1-C_4)alkylamino, (C_3-C_6)cycloalkylamino, acylamino, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-; and

$R^{4d'}$ is (C_1-C_6)alkyl, $H_2NC(O)$-, (C_1-C_4)alkyl-NH-C(O)-, or $((C_1-C_4)$alkyl)$_2$N-C(O)-, or aryl;

a pharmaceutically acceptable salt thereof.

65. (previously amended) The compound of Claim 64 wherein

X is a bond or -C(R^{4c})($R^{4c'}$)-, where R^{4c} and $R^{4c'}$ are each hydrogen; and

Z is a bond or -C(R^{4e})($R^{4e'}$)-, where R^{4e} and $R^{4e'}$ are each hydrogen;

a pharmaceutically acceptable salt thereof.

66. (previously amended) The compound of Claim 65 wherein R^{4d} is amino, (C_1-C_6)alkylamino, di(C_1-C_4)alkylamino, (C_3-C_6)cycloalkylamino; and

$R^{4d'}$ is $H_2NC(O)$-, (C_1-C_4)alkyl-NH-C(O)-, or $((C_1-C_4)$alkyl)$_2$N-C(O)-;

a pharmaceutically acceptable salt thereof.

67. (previously amended) The compound of Claim 63, 64, 65 or 66 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof.

68. (previously amended) The compound of Claim 67 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano; and
n and m are each independently selected from 0 or 1;

a pharmaceutically acceptable salt thereof.

69. (previously amended) The compound of Claim 63 wherein

R^{4b}, $R^{4b'}$, R^{4f}, and $R^{4f'}$ are all hydrogen;

R^{4d} is hydrogen, hydroxy, amino, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_6)alkylamino-, and di(C_1-C_4)alkylamino-, where said moiety is optionally substituted with one or more substituents; and

$R^{4d'}$ is hydrogen, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, aryl and heteroaryl, where said moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof.

70. (previously amended) The compound of Claim 69 wherein

X is a bond or -C(R^{4c})($R^{4c'}$)-, where R^{4c} and $R^{4c'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond, a methylene bridge or an ethylene bridge; and

Z is a bond or -C(R^{4e})($R^{4e'}$)-, where R^{4e} and $R^{4e'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof.

71. (previously amended) The compound of Claim 70 wherein

R^{4c} and $R^{4c'}$ are each hydrogen or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond;

R^{4d} is hydrogen, hydroxy, amino, or a chemical moiety selected from the group consisting of (C_1-C_6)alkoxy, acyl, (C_1-C_6)alkylamino-, and di(C_1-C_4)alkylamino-;

$R^{4d'}$ is hydrogen, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl and aryl, where said moiety is optionally substituted with one or more substituents; and

R^{4e} and $R^{4e'}$ are hydrogen or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond;

a pharmaceutically acceptable salt thereof.

72. (previously amended) The compound of Claim 69, 70, or 71 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

a pharmaceutically acceptable salt thereof.

73. (previously amended) The compound of Claim 72 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano; and

n and m are each independently 0 or 1;

a pharmaceutically acceptable salt thereof.

74. (previously amended) The compound of Claim 63 wherein

R^{4b}, $R^{4b'}$, R^{4f}, and $R^{4f'}$ are all hydrogen; and

R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring or said lactam ring optionally contains an additional heteroatom selected from oxygen, nitrogen or sulfur;

a pharmaceutically acceptable salt thereof.

75. (previously amended) The compound of Claim 74 wherein

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4c} or $R^{4c'}$ taken together with R^{4e} or $R^{4e'}$ forms a bond, a methylene bridge or an ethylene bridge; and

Z is a bond, $-CH_2CH_2-$ or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each independently hydrogen or an optionally substituted (C_1-C_6)alkyl, or either R^{4e} or $R^{4e'}$ taken together with R^{4c} or $R^{4c'}$ forms a bond, a methylene bridge or an ethylene bridge;

a pharmaceutically acceptable salt thereof.

76. (previously amended) The compound of Claim 75 wherein R^{4d} and $R^{4d'}$ taken together form a 5-6 membered lactam ring, where said lactam ring is optionally substituted with one or more substituents and optionally contains an additional heteroatom selected from nitrogen or oxygen;

a pharmaceutically acceptable salt thereof.

77. (previously amended) The compound of Claim 76 wherein

X is a bond or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each hydrogen; and

Z is a bond or $-C(R^{4e})(R^{4e'})-$, where R^{4e} and $R^{4e'}$ are each hydrogen;

a pharmaceutically acceptable salt thereof.

78. (previously amended) The compound of Claim 74, 75, 76 or 77 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

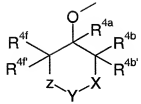
a pharmaceutically acceptable salt thereof.

79. (previously amended) The compound of Claim 78 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano;

n and m are each independently 0 or 1;

a pharmaceutically acceptable salt thereof.

80. (previously amended) The compound of Claim 55 wherein R^4 is a group of Formula (IB);



IB

where R^{4a} is as defined in Claim 43;

R^{4b} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)$alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

$R^{4b'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4b} or $R^{4b'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)$alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4c} taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4c'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle,

and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or $R^{4c'}$ taken together with R^{4e}, $R^{4e'}$, R^{4f}, or $R^{4f'}$ forms a bond, a methylene bridge, or an ethylene bridge;

Y is oxygen, sulfur, -C(O)-, or -$C(R^{4d})(R^{4d'})$-, where R^{4d} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents, and

$R^{4d'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4d} and $R^{4d'}$ taken together form a 3-6 membered partially or fully saturated carbocyclic ring, a 3-6 membered partially or fully saturated heterocyclic ring, a 5-6 membered lactone ring, or a 4-6 membered lactam ring, where said carbocyclic ring, said heterocyclic ring, said lactone ring and said lactam ring are optionally substituted with one or more substituents and said lactone ring and said lactam ring optionally contain an additional heteroatom selected from oxygen, nitrogen or sulfur;

Y is –$NR^{4d''}$-, where $R^{4d''}$ is a hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, (C_1-C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, –CH_2CH_2-, or -$C(R^{4e})(R^{4e'})$-, where R^{4e} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, ((C_1-C_4)alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,

or R^{4e} taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge, and

$R^{4e'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,
or $R^{4e'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

R^{4f} is hydrogen, cyano, hydroxy, amino, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_1-C_6)alkoxy, acyloxy, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, (C_1-C_6)alkylamino-, $((C_1-C_4)$alkyl)$_2$amino-, (C_3-C_6)cycloalkylamino-, acylamino-, aryl(C_1-C_4)alkylamino-, heteroaryl(C_1-C_4)alkylamino-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents; and

$R^{4f'}$ is hydrogen, $H_2NC(O)$-, or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, acyl, (C_1-C_3)alkyl-O-C(O)-, (C_1-C_4)alkyl-NH-C(O)-, (C_1-C_4)alkyl)$_2$N-C(O)-, aryl, heteroaryl, a 3-6 membered partially or fully saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said moiety is optionally substituted with one or more substituents,
or R^{4f} or $R^{4f'}$ taken together with R^{4b}, $R^{4b'}$, R^{4c}, or $R^{4c'}$ forms a bond, a methylene bridge, or an ethylene bridge;

a pharmaceutically acceptable salt thereof.

81. (previously amended) The compound of Claim 80 wherein
R^{4a}, R^{4b}, $R^{4b'}$, R^{4f} and $R^{4f'}$ are each hydrogen;
a pharmaceutically acceptable salt thereof.

82. (previously amended) The compound of Claim 81 wherein
X is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen or (C_1-C_6)alkyl;
Y is $-NR^{4d''}-$, where $R^{4d''}$ is hydrogen or a chemical moiety selected from the group consisting of (C_1-C_6)alkyl, (C_3-C_6)cycloalkyl, (C_1-C_3)alkylsulfonyl-, $(C_1-$

C_3)alkylaminosulfonyl-, di(C_1-C_3)alkylaminosulfonyl-, acyl, (C_1-C_6)alkyl-O-C(O)-, aryl, and heteroaryl, where said moiety is optionally substituted with one or more substituents;

Z is a bond, $-CH_2CH_2-$ or $-C(R^{4c})(R^{4c'})-$, where R^{4c} and $R^{4c'}$ are each independently hydrogen or (C_1-C_6)alkyl;

a pharmaceutically acceptable salt thereof.

83. (previously amended) The compound of Claim 81 or 82 wherein R^{0a}, R^{0b}, R^{1a} and R^{1b} are each independently selected from the group consisting of halo, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, halo-substituted (C_1-C_4)alkyl, and cyano;

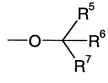
a pharmaceutically acceptable salt thereof.

84. (previously amended) The compound of Claim 83 wherein R^{0a}, R^{0b}, R^{1a} and R^{1b} are each independently selected from the group consisting of chloro, fluoro, (C_1-C_4)alkoxy, (C_1-C_4)alkyl, fluoro-substituted (C_1-C_4)alkyl), and cyano; and

n and m are each independently 0 or 1;

a pharmaceutically acceptable salt thereof.

85. (previously amended) The compound of Claim 55 wherein R^4 is a group having Formula (IC)



IC

where R^5 and R^6 are each independently hydrogen, aryl or (C_1-C_4)alkyl, and R^7 is (C_1-C_4)alkyl-, halo-substituted (C_1-C_4)alkyl-, (C_1-C_4)alkoxy(C_1-C_4)alkyl-, (C_1-C_4)alkylamino(C_1-C_4)alkyl-, di(C_1-C_4)alkylamino(C_1-C_4)alkyl-, or a 4-6 membered partially or fully saturated heterocylic ring containing 1 to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen, or

R^5 and R^6, or R^5 and R^7 taken together form a 5-6 membered lactone, 4-6 membered lactam, or a 4-6 membered partially or fully saturated heterocycle containing 1 to 2 heteroatoms independently selected from oxygen, sulfur or nitrogen, where said lactone, said lactam and said heterocycle are optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof.

86. (previously amended) The compound of Claim 85 wherein n and m are each independently 1 or 0;

a pharmaceutically acceptable salt thereof.

87. (previously amended) The compound of Claim 86 wherein R^5 and R^6 are each independently hydrogen or $(C_1$-$C_4)$alkyl, and R^7 is $(C_1$-$C_4)$alkyl;

a pharmaceutically acceptable salt thereof.

88. (previously amended) The compound of Claim 86 or 87 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently chloro, fluoro or trifluoromethyl;

a pharmaceutically acceptable salt thereof.

89. (previously amended) The compound of Claim 55 wherein R^4 is an amino group having attached thereto at least one chemical moiety selected from the group consisting of $(C_1$-$C_8)$alkyl, aryl, aryl$(C_1$-$C_4)$alkyl, a 3-8 membered partially or fully saturated carbocyclic ring, hydroxy$(C_1$-$C_6)$alkyl, $(C_1$-$C_3)$alkoxy$(C_1$-$C_6)$alkyl, heteroaryl$(C_1$-$C_3)$alkyl, and a partially or fully saturated heterocycle, where said chemical moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof.

90. (previously amended) The compound of Claim 89 wherein n and m are each independently 1 or 0;

a pharmaceutically acceptable salt thereof.

91. (previously amended) The compound of Claim 89 or 90 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently chloro, fluoro or trifluoromethyl;

a pharmaceutically acceptable salt thereof.

92. (previously amended) The compound of Claim 55 wherein R^4 is an $(C_1$-$C_6)$alkyl group having attached thereto at least one chemical moiety selected from the group consisting of hydroxy, $(C_1$-$C_6)$alkoxy, amino, $(C_1$-$C_6)$alkylamino, di$((C_1$-$C_6)$alkyl)amino $(C_1$-$C_3)$alkylsulfonyl, $(C_1$-$C_3)$alkylsulfamyl, di$((C_1$-$C_3)$alkyl)sulfamyl, acyloxy, a partially or fully

saturated heterocycle, and a partially or fully saturated carbocyclic ring, where said chemical moiety is optionally substituted with one or more substituents;

a pharmaceutically acceptable salt thereof.

93. (previously amended) The compound of Claim 92 wherein n and m are each independently 1 or 0;

a pharmaceutically acceptable salt thereof.

94. (previously amended) The compound of Claim 92 or 93 wherein R^{0a}, R^{0b}, R^{1a}, and R^{1b} are each independently chloro, fluoro or trifluoromethyl;

a pharmaceutically acceptable salt thereof.

95. (previously amended) A pharmaceutical composition comprising (1) a compound of Claim 1 and (2) a pharmaceutically acceptable excipient, diluent, or carrier.

96. (original) The composition of Claim 95 further comprising at least one additional pharmaceutical agent.

97. (original) The composition of Claim 96 wherein said additional pharmaceutical agent is a nicotine receptor partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, or an anti-obesity agent.

98. (currently amended) The composition of Claim 97 wherein said anti-obesity agent is selected from the group consisting of an apo-B/MTP inhibitor, a 11β-hydroxy steroid dehydrogenase-1 inhibitor, peptide YY_{3-36} ~~or an analog thereof~~, a MCR-4 agonist, a CCK-A agonist, a monoamine reuptake inhibitor, a sympathomimetic agent, a β_3 adrenergic receptor agonist, a dopamine agonist, a melanocyte-stimulating hormone receptor ~~analog~~, a 5-HT2c receptor agonist, a melanin concentrating hormone antagonist, leptin, ~~a leptin analog~~, a leptin receptor agonist, a galanin antagonist, a lipase inhibitor, a bombesin agonist, a neuropeptide-Y receptor antagonist, a thyromimetic agent, dehydroepiandrosterone ~~or analog thereof~~, a glucocorticoid receptor antagonist, an orexin receptor antagonist, a glucagon-like peptide-1 receptor agonist, a ciliary neurotrophic factor, a human agouti-related protein antagonist, a ghrelin receptor antagonist, a histamine 3 receptor antagonist or inverse agonist, and a neuromedin U receptor agonist.

99. (currently amended) A method for treating ~~a disease, condition or disorder selected from the group consisting of weight loss,~~ obesity, bulimia, ~~depression, atypical depression, bipolar disorders, psychoses, schizophrenia, behavioral addictions, suppression of reward-related behaviors, alcoholism,~~ or tobacco abuse, ~~dementia, seizure disorders, epilepsy, attention deficit disorder, Parkinson's disease, inflammation, gastrointestinal disorders, and type II diabetes~~ in animals comprising the step of administering to an animal in need of such treatment a therapeutically effective amount of a compound of Claim 1;

a pharmaceutically acceptable salt thereof.

100. (previously amended) The method of Claim 99 wherein said compound is a compound of Claim 2, a pharmaceutically acceptable salt thereof.

101. (original) The method of Claim 99 wherein said compound is administered in combination with a nicotine receptor partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, or an anti-obesity agent.

102. (original) The method of Claim 100 wherein said compound is administered in combination with a nicotine receptor partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, or an anti-obesity agent.

103. (currently amended) The method of Claim 101 or 102 wherein said anti-obesity agent is selected from the group consisting of an apo-B/MTP inhibitor, a 11β-hydroxy steroid dehydrogenase-1 inhibitor, peptide YY_{3-36} ~~or an analog thereof~~, a MCR-4 agonist, a CCK-A agonist, a monoamine reuptake inhibitor, a sympathomimetic agent, a β_3 adrenergic receptor agonist, a dopamine agonist, a melanocyte-stimulating hormone receptor ~~analog~~, a 5-HT2c receptor agonist, a melanin concentrating hormone antagonist, leptin, ~~a leptin analog~~, a leptin receptor agonist, a galanin antagonist, a lipase inhibitor, a bombesin agonist, a neuropeptide-Y receptor antagonist, a thyromimetic agent, dehydroepiandrosterone ~~or analog thereof~~, a glucocorticoid receptor antagonist, an orexin receptor antagonist, a glucagon-like peptide-1 receptor agonist, a ciliary neurotrophic

factor, a human agouti-related protein antagonist, a ghrelin receptor antagonist, a histamine 3 receptor antagonist or inverse agonist, and a neuromedin U receptor agonist.

104. previously canceled.

105. canceled.

106. (currently amended) A method for treating ~~a disease, condition or disorder weight loss,~~ obesity, bulimia, ~~depression, atypical depression, bipolar disorders, psychoses, schizophrenia, behavioral addictions, suppression of reward-related behaviors, alcoholism,~~ or tobacco abuse, ~~dementia, seizure disorders, epilepsy, attention deficit disorder, Parkinson's disease, inflammation, gastrointestinal disorders, and type II diabetes~~ comprising the step of administering a pharmaceutical composition of Claim 95.

107. (currently amended) The method of Claim 106 wherein said pharmaceutical composition further comprises an additional pharmaceutical agent selected from the group consisting of a nicotine partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, and an anti-obesity agent.

108. canceled

109. (currently amended) The method of Claim ~~108~~ 107 wherein said anti-obesity agent is selected from the group consisting of an apo-B/MTP inhibitor, a 11β-hydroxy steroid dehydrogenase-1 inhibitor, peptide YY_{3-36} ~~or an analog thereof~~, a MCR-4 agonist, a CCK-A agonist, a monoamine reuptake inhibitor, a sympathomimetic agent, a β_3 adrenergic receptor agonist, a dopamine agonist, a melanocyte-stimulating hormone receptor ~~analog~~, a 5-HT2c receptor agonist, a melanin concentrating hormone antagonist, leptin, ~~a leptin analog,~~ a leptin receptor agonist, a galanin antagonist, a lipase inhibitor, a bombesin agonist, a neuropeptide-Y receptor antagonist, a thyromimetic agent, dehydroepiandrosterone ~~or analog thereof~~, a glucocorticoid receptor antagonist, an orexin receptor antagonist, a glucagon-like peptide-1 receptor agonist, a ciliary neurotrophic factor, a human agouti-related protein antagonist, a ghrelin receptor antagonist, a histamine 3 receptor antagonist or inverse agonist, and a neuromedin U receptor agonist.

110. canceled

111. (currently amended) A method for treating ~~a disease, condition or disorder selected from the group consisting of weight loss,~~ obesity, bulimia, ~~depression, atypical depression, bipolar disorders, psychoses, schizophrenia, behavioral addictions, suppression of reward-related behaviors, alcoholism,~~ or tobacco abuse, ~~dementia, seizure disorders, epilepsy, attention deficit disorder, Parkinson's disease, inflammation, gastrointestinal disorders, and type II diabetes~~ in animals comprising the step of administering to an animal in need of such treatment a therapeutically effective amount of a compound of Claim 55; or a pharmaceutically acceptable salt thereof.

112. (previously amended) The method of Claim 111 wherein said compound is a compound of Claim 56, a pharmaceutically acceptable salt thereof.

113. (original) The method of Claim 111 wherein said compound is administered in combination with a nicotine partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, or an anti-obesity agent.

114. (original) The method of Claim 112 wherein said compound is administered in combination with a nicotine partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, or an anti-obesity agent.

115. (currently amended)The method of Claim 113 or 114 wherein said anti-obesity agent is selected from the group consisting of an apo-B/MTP inhibitor, a 11β-hydroxy steroid dehydrogenase-1 inhibitor, peptide YY_{3-36} ~~or an analog thereof~~, a MCR-4 agonist, a CCK-A agonist, a monoamine reuptake inhibitor, a sympathomimetic agent, a β_3 adrenergic receptor agonist, a dopamine agonist, a melanocyte-stimulating hormone receptor ~~analog~~, a 5-HT2c receptor agonist, a melanin concentrating hormone antagonist, leptin, ~~a leptin analog,~~ a leptin receptor agonist, a galanin antagonist, a lipase inhibitor, a bombesin agonist, a neuropeptide-Y receptor antagonist, a thyromimetic agent, dehydroepiandrosterone ~~or analog thereof~~, a glucocorticoid receptor antagonist, an orexin receptor antagonist, a glucagon-like peptide-1 receptor agonist, a ciliary neurotrophic

factor, a human agouti-related protein antagonist, a ghrelin receptor antagonist, a histamine 3 receptor antagonist or inverse agonist, and a neuromedin U receptor agonist.

116. previously canceled

117. canceled.

118. (currently amended) A method for treating ~~a disease, condition or disorder selected from the group consisting of weight loss,~~ obesity, bulimia, ~~depression, atypical depression, bipolar disorders, psychoses, schizophrenia, behavioral addictions, suppression of reward-related behaviors, alcoholism,~~ or tobacco abuse~~, dementia, seizure disorders, epilepsy, attention deficit disorder, Parkinson's disease, inflammation, gastrointestinal disorders, and type II diabetes~~ in animals comprising the step of administering to an animal in need of such treatment two separate pharmaceutical compositions comprising

(i) a first composition comprising a compound of Claim 1 or Claim 55, or a pharmaceutically acceptable salt thereof, and a pharmaceutically acceptable excipient, diluent, or carrier, and

(ii) a second composition comprising at least one additional pharmaceutical agent selected from the group consisting of a nicotine partial agonist, an opioid antagonist, a dopaminergic agent, an attention deficit disorder agent, and an anti-obesity agent, and a pharmaceutically acceptable excipient, diluent, or carrier.

119. canceled.

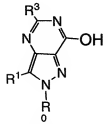
120. (currently amednded) The method of Claim ~~119~~ 118 wherein said anti-obesity agent is selected from the group consisting of an apo-B/MTP inhibitor, a 11β-hydroxy steroid dehydrogenase-1 inhibitor, peptide YY_{3-36} ~~or an analog thereof~~, a MCR-4 agonist, a CCK-A agonist, a monoamine reuptake inhibitor, a sympathomimetic agent, a β_3 adrenergic receptor agonist, a dopamine agonist, a melanocyte-stimulating hormone receptor ~~analog~~, a 5-HT2c receptor agonist, a melanin concentrating hormone antagonist, leptin, ~~a leptin analog,~~ a leptin receptor agonist, a galanin antagonist, a lipase inhibitor, a

bombesin agonist, a neuropeptide-Y receptor antagonist, a thyromimetic agent, dehydroepiandrosterone ~~or analog thereof~~, a glucocorticoid receptor antagonist, an orexin receptor antagonist, a glucagon-like peptide-1 receptor agonist, a ciliary neurotrophic factor, a human agouti-related protein antagonist, a ghrelin receptor antagonist, a histamine 3 receptor antagonist or inverse agonist, and a neuromedin U receptor agonist.

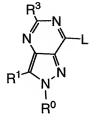
121. (original) The method of Claim 118 wherein said first composition and said second composition are administered simultaneously.

122. (original) The method of Claim 118 wherein said first composition and said second composition are administered sequentially and in any order.

123. (currently amended) A compound of Formula (2f) or (2g)



(2f)



(2g)

wherein

R^0, R^1, ~~R^2~~, R^3 are as defined in Claim 1;

~~R is an alkyl group;~~

~~Pg is an amino protecting group;~~ and

L is a leaving group.